

ORIGINAL

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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CSI Investment Partners II, L.P., CIS Acquisition
Partners, L.P., Canterbury Mezzanine Capital, L.P.,
David C. Thompson, M. Gerard Keehan, Vineet
Pruthi, Donald J. Shea, James M. Rothe, Michael
Cossel, John J. Adams, Robert E. Richardson, Marilyn
Schwartz, and Charles Caudle,

Plaintiffs,

00 Civ. 01422 (DAB)

- against -

ORDER DISCHARGING
SUPERSEDEAS BOND NO.
08916502

Cendant Corporation, Henry Silverman, Samuel
Katz, and Cosmo Corigliano,

Defendants.

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Cendant Corporation,

Counterclaim-Plaintiff,

- against -

CSI Investment Partners II, L.P., CIS Acquisition
Partners, L.P., Canterbury Mezzanine Capital, L.P.,
David C. Thompson, M. Gerard Keehan, Vineet
Pruthi, Donald J. Shea, James M. Rothe, Michael
Cossel, John J. Adams, Robert E. Richardson, Marilyn
Schwartz, and Charles Caudle,

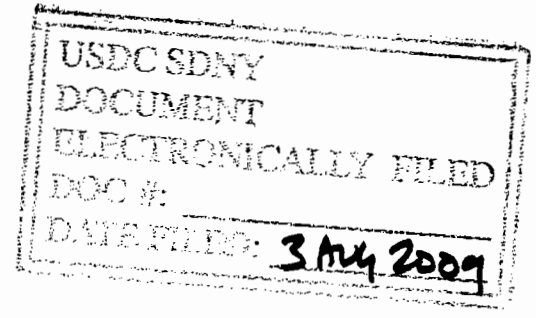
Counterclaim-Defendants,

-and-

Tonya Carmichael, Lincolnshire Equity, Inc., Lincoln-
shire Management, Inc., Steve Kumble, and Thomas J.
Maloney,

Additional Counterclaim-Defendants.

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WHEREAS, a judgment was entered in the above action on the 16th day of May, 2008 in favor of Plaintiffs CSI Investment Partners II, L.P., CIS Acquisition Partners, L.P., Canterbury Mezzanine Capital, L.P., David C. Thompson, M. Gerard Keehan, Vineet Pruthi, Donald J. Shea, James M. Rothe, Michael Cossel, John J. Adams, Robert E. Richardson, Marilyn Schwartz, and Charles Caudle, and against Defendant Cendant Corporation in the amount of \$97,847,513.29 plus (i) interest from the 16th day of May, 2008, and (ii) attorneys' fees according to the Court's September 7, 2007 Decision and Order;

WHEREAS, Wyndham Worldwide Corporation ("Wyndham"), as Principal, and Fidelity and Deposit Company of Maryland and Zurich American Insurance Company (collectively, the "Wyndham Sureties"), as Surety, with an office and usual place of business at 1400 American Lane, Tower II, 3rd Floor, Schaumburg, Illinois 60196, filed a bond no. 08916502 in the amount of \$40,729,027.41 (the "Wyndham Bond") during the pendency of appeal of the judgment;

WHEREAS, the appeal having been concluded and the parties having agreed that \$37,261,060.56 due under the judgment has been paid, including post-judgment interest through July 23, 2009; and

WHEREAS, the parties have executed and filed a Partial Satisfaction of Judgment;

NOW, THEREFORE, IT IS HEREBY ORDERED that, subject to and in accordance with the Wyndham Stipulation and Order dated July 21, 2009, (i) the Wyndham Bond (Docket No. 232) be and hereby is discharged and released, and (ii) Wyndham and the Wyndham Sureties, and their respective parents, affiliates, and subsidiaries are hereby released from any and all past, present, and future liability under said bond, and the Clerk of the Court is

directed either to return the bond to Defendants' counsel forthwith or to stamp the bond as "CANCELLED." This Order shall in no way affect or discharge Plaintiffs' claim for attorneys' fees pursuant to this Court's September 7, 2007 decision and order.

Dated: New York, New York
July __, 2009

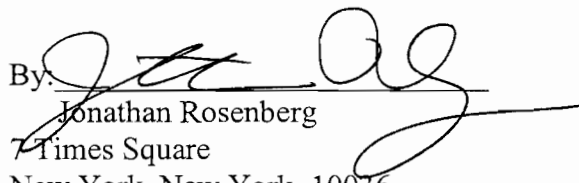
Hon. Deborah A. Batts
United States District Judge

We consent to the entry of the foregoing Order without further notice.

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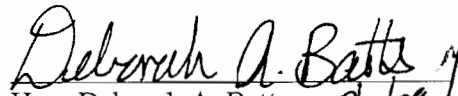
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Attorneys for Defendants Cendant Corporation, Henry Silverman, and Samuel Katz

directed either to return the bond to Defendants' counsel forthwith or to stamp the bond as "CANCELLED." This Order shall in no way affect or discharge Plaintiffs' claim for attorneys' fees pursuant to this Court's September 7, 2007 decision and order.

Dated: New York, New York
July __, 2009


Hon. Deborah A. Batts 8/3/09
United States District Judge

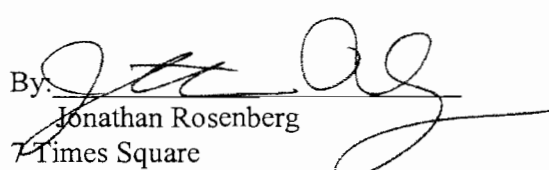
We consent to the entry of the foregoing Order without further notice.

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